110 WATERBRIDGE LANE JUPITER, FL 33458

August 21, 2001

800004555168--8 -08/24/01--01054--002 *****78.75 ******78.75

Secretary of State Division of Corporations Department of State Tallahassee, FL 23201

Gentlemen:

Enclosed please find Articles of Incorporation for Preferred Medical Billing, Inc. for filing with the state of Florida. The \$78.75 fee is enclosed.

Please send confirmation to 110 Waterbridge Lane, Jupiter, FL 33458.

Yours truly,

John O'Keefe Jr.

Enclosure

FILLED

OI AUG 24 PM 3: 15

SECRETARY OF STATE
SECRETARY OF STATE

4 24.01

ARTICLES OF INCORPORATION

OF

PREFERRED MEDICAL BILLING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be Preferred Medical Billing, Inc. The principal place of business shall be 110 Waterbridge Lane, Jupiter, FL 33458.

ARTICLE IL NATURE OF BUSINESS

The Corporation may engage in or transact all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital stock which the Corporation shall have authority to issue is 100,000 shares of Common Stock with a par value of \$.001 per share.

None of the shares of Common Stock shall be entitled to any preference over any other shares of such stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 110 Waterbridge Lane, Jupiter, Florida 33458 and the name of the initial registered agent of the Corporation at that address is John O'Keefe Jr.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTIVLE VI. DIRECTORS

The Corporation shall have up to seven (7) directors to be elected in accordance with the Bylaws of the corporation. The name and address of the initial member of the Board of Directors is John O'Keefe Jr., 110 Waterbridge Lane, Jupiter, FL 33458.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is John O'Keefe Jr., 110 Waterbridge Lane, Jupiter, FL 33458.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 21st day of August 2001.

John O'Reefe Jr.

OLANG 24 PH 3: 15
SECRETARY OF STATES

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

PREFERRED MEDICAL BILLING, INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 110 Waterbridge Lane, Jupiter, FL 33458, has named JOHN O'KEEFE JR. as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

John O'Keefe Jr.

FILED SECRETARY OF STATE